

Folio in register with details	Names, addresses and occupations					Shares acquired during year		Shares divested during year		Remarks
	Surname	Forenames	Address	Occupation	Shares held on return day	Number	Date	Number	Date	
	SCHULTZ	MARY	P.O. BOX 70238, NDOLA	DIRECTOR	999,999.999					
	SCHULTZ	GABRIEL	-DO-	DIRECTOR	1					
					1,000,000.000					

FOR: *[Signature]*
PROFESSIONAL SERVICES LIMITED
COMPANY SECRETARIES

THE COMPANIES ACT NO. 26 OF 1994

COMPANY LIMITED

by

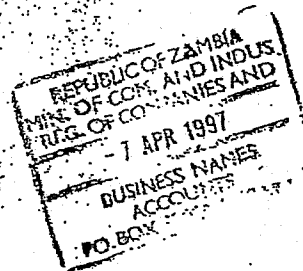
SHARES

ARTICLES

OF ASSOCIATION

OF

FINSBURY INVESTMENTS LIMITED



THE COMPANIES ACT

(No.26 of 1994)

ARTICLES OF ASSOCIATION

OF

FINSBURY INVESTMENTS LIMITED
(CERT. OF INCORP. NO 11032)

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FINSBURY INVESTMENTS LIMITED

EXTRACT OF THE MINUTES OF THE EXTRA ORDINARY
GENERAL MEETING OF THE COMPANY HELD AT THE
REGISTERED OFFICES ON 13TH JANUARY 1997 AT 10.00 HOURS

ADOPTION OF THE NEW ARTICLES

The New Articles of Association of the company prepared in terms of the Companies Act, 1994 were read and IT WAS RESOLVED that these Articles be and are hereby adopted as the Articles of Association of the Company.

The Company Secretaries were requested to do the necessary registration formalities.

Confirmed as true record of the proceedings.

PROFESSIONAL SERVICES LIMITED
P.O. Box 70233, NDOLA — Zambia
COMPANY SECRETARIES

FOR
PROFESSIONAL SERVICES LIMITED
COMPANY SECRETARIES

REPUBLIC OF ZAMBIA
MIN. OF COM. & IND.
REG. OF COMPANIES
- 7 APR 1997
BUSINESS NAMES
ACCOUNTS
P.O. BOX 1100

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1. PRELIMINARY AND INTERPRETATION

(1) The regulations contained in the First Schedule to the Companies Act 1994 shall not apply to the company.

(2) In these regulations, unless the context otherwise requires:

"Act" means the Companies Act, 1994

"Prescribed rate of interest" means the rate of interest prescribed in regulations made under the Act for the purposes of the Standard Articles;

"seal" means the common seal of the company and includes any official seal of the company;

"resolution" means any resolution of the company or directors.

"Secretary" means any person appointed to perform duties of a secretary of the company.

"Dividend" includes bonus;

"Paid up" includes credited as paid up;

"In writing" or "written" mean and include words written, printed, lithographed, typewritten or telexed or visibly expressed in any other mode of representing or reproducing words, or partly one and partly another;

Words importing the singular number only include the plural number, and vice versa;

Words importing the masculine gender only include the feminine gender;

Words importing persons shall include corporations and bodies of persons;

(3) Unless the context otherwise requires, any expression, if used in a provision of these regulations that deals with a matter dealt with by a particular provision of the Act, has the same meaning as in that provision of the Act.

(4) PRIVATE COMPANY

The company shall be a private company and accordingly the following provisions shall apply:

(a) The right of transfer of shares shall be in the manner hereinafter provided.

(b) The number of the members of the company shall not exceed fifty, exclusive of persons who are in its employment or of a related body corporate and of persons, who having been formerly in the employment and have continued after the determination of such employment to be members of the company or of a related body corporate. Where two or more persons hold one or more shares in the company jointly they shall for the purpose of this regulation be treated as a single person.

(c) No invitation shall be made to the public to subscribe for any shares or debentures of the company.

(d) The liability of the members is limited.

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(B) CONVERSION INTO ANOTHER FORM OF COMPANY

The company may be converted into another form of company by a special resolution of all the members approving such conversion and in accordance with the provisions of the Act.

(B) SHARE CAPITAL AND VARIATION OF RIGHTS

Without prejudice to any special rights previously conferred on the holders of any existing shares or class of shares, but subject to the Act, shares in the Company may be issued by the directors and any such share may be issued with such preferred, deferred or other special rights or such restrictions, whether with regard to dividend, voting, return of capital or otherwise as the directors, subject to a resolution, determine.

The directors shall not issue any rights or options to shares in favour of any persons unless the issue has been authorised at a general meeting by a special resolution.

Subject to the Act, any preference shares may, with the sanction of a resolution, be issued on the terms that they are, or at the option of the company are liable, to be redeemed.

(1) If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, whether or not the company is being wound up, be varied with the consent in writing of the holders of three-quarters of the issued shares of that class, or with the sanction of a special resolution passed at a separate meeting of the holders of the shares of the class.

The provisions of the Act and these regulations relating to general meetings apply so far as they are capable of application and with the necessary modifications to every such class meeting except that-

- (a) where a class has only one member-that member shall constitute a meeting;
- (b) in any other case-a quorum shall be constituted by two persons who, between them, hold or represent by proxy one-third of the issued shares of the class; and
- (c) any holder of shares of the class, present in person or by proxy, may demand a poll.

The right conferred upon the holders of the shares of any class issued with preferred or other rights shall, unless otherwise expressly provided by the terms of issue of the shares of that class be varied by the creation or issue of further shares ranking equally with the first-mentioned shares.

(1) The Company may make payments by way of brokerage or commission on the issue of shares.

(2) Such payments shall not exceed the rate of 10 per cent of the price at which the shares are issued or an amount equal to 10 per cent of that price, as the case may be.

(3) Such payments may be made in cash, by the allotment of fully or partly paid shares or partly by the payment of cash and partly by the allotment of fully or partly paid shares.

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unless by law, the Company shall not recognise a person as holding a share

shall not be bound by or compelled in any way to recognise (whether or not it has notice of) any equitable, contingent, future or partial interest in a share or (except as otherwise provided by these regulations or by law) any interest in a share except an absolute right of ownership in the registered holder.

A person whose name is entered as a member in the register of members shall be entitled to receive a certificate in respect of the share under the seal of the Company in accordance with the Act but, in respect of a share or shares held jointly by several persons, the Company shall be bound to issue more than one certificate.

Delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to

If a certificate is defaced, lost or destroyed, it may be renewed on payment of the fee prescribed, or such lesser sum, and on such terms (if any) as to evidence and the cost to the company of investigating evidence as the directors decide.

SHARES

The directors may make calls upon the members in respect of any money unpaid on the shares (whether on account of the nominal value of the shares or by way of premium) not by the terms of issue of those shares made payable at fixed times, except that the sum called shall not exceed one-quarter of the sum of nominal values of the shares or be payable earlier than from the date fixed for the payment of the last preceding call.

A member shall, upon receiving at least fourteen days' notice specifying the time or times of payment, pay to the Company, at the time or times and place so specified the sum called on his shares.

The directors may revoke or postpone a call.

A call shall be deemed to have been made at the time when the resolution of the directors making the call was passed and may be required to be paid by instalments.

The joint holders of a share are jointly and severally liable to pay all calls in respect of the share.

If a sum called in respect of a share is not paid before or on the day appointed for payment of the sum, the person from whom the sum is due shall pay interest on the sum from the day appointed for payment of the sum to the time of actual payment at such rate not exceeding the prescribed rate of interest as the directors determine, but the directors may waive payment of the interest wholly or in part.

Any sum that, by the terms of issue of a share, becomes payable on allotment or at a fixed date, whether on account of the nominal value of the share or by way of premium, shall for the purposes of the regulations be deemed to be a call duly made and payable on the date on which by these terms of issue the sum becomes payable, and, in case of non payment, all the relevant provisions of these regulations as to payment of interest and expenses, forfeiture or otherwise apply as if the sum had become payable by virtue of a call duly made and notified.

The directors may, on the issue of shares, differentiate between the holders as to the amount of calls to be paid and the times of payment.

(1) The directors may accept from a member the whole or a part of the amount unpaid on a share although no part of that amount has been called up.

(2) The directors may authorise payment by the Company of interest upon

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any part of an amount so accepted, until the amount becomes payable, at a rate between the directors and the member paying the sum subject to sub-regulation.

For the purposes of sub-regulation (2), the rate of interest shall not be greater than-

(a) the company has, by resolution, fixed a rate-rate so fixed; and

(b) in any other case- the prescribed rate of interest.

19. The Company has a first and paramount lien on every share (not being a fully paid share) for money (whether presently payable or not) called or payable at a fixed time in respect of the share.

The Company also has a first and paramount lien on all shares (other than fully paid shares) registered in the name of sole holder for all money payable by him or his estate to the Company.

The directors may at any time exempt a share wholly or in part from the provisions of this regulation.

The Company's lien (if any) on a share extends to all dividends payable in respect of the share.

18. FORFEITURE OF SHARES

(1) If a member fails to pay a call or instalment of a call on the day appointed for payment of the call or instalment, the directors may, at any time thereafter during such time as any part of the call or instalment remains unpaid, serve a notice on him requiring payment of so much of the call or instalment as is unpaid, together with any interest that has accrued.

The notice shall name a further day (not earlier than the expiration of fourteen days from the date of service of the notice) on or before which the payment required by the notice is to be made and shall state that, in the event of non-payment at or before the time so named, the shares in respect of which the call was made will be liable to be forfeited.

(2) If the requirements of a notice served under regulation 17 are not complied with, any shares in respect of which the notice has been given may at any time thereafter, before the payment required by the notice has been made, be forfeited by a resolution of the directors to that effect.

(3) Such a forfeiture shall include all dividends declared in respect of the forfeited shares and not actually paid before the forfeiture.

19. A forfeiture share may be sold or otherwise disposed of on such terms and in such manner as the directors think fit, and at any time before a sale or disposition, the forfeiture may be cancelled on such terms as the directors think fit.

20. A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares, but shall remain liable to pay to the company all money that, at the date of forfeiture was payable by him to the company in respect of the shares (including interest at the prescribed rate of interest from the date of forfeiture on the money for the time being unpaid if the directors think fit to enforce payment of the interest), but his liability shall cease if and when the company receives payment in full of all the money (including interest) so payable in respect of the shares.

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in writing declaring that the person making the statement is a director or a company, and that a share in the Company has been duly forfeited on a date specified, shall be prima facie evidence of the facts stated in the statement as to the person claiming to be entitled to the share.

The Company may receive the consideration (if any) given for a forfeited share on any day after the date of the forfeiture of the share and may execute a transfer of the share in favour of the person to whom it is sold or disposed of.

On the execution of the transfer, the Company shall register the transferee as the holder of the share.

The transferee shall not be bound to see to the application of any money paid as consideration for the share.

The title of the transferee to the share shall not be affected by any irregularity or invalidity in the forfeiture, sale or disposal of the share.

The consideration referred in regulations 22 shall be applied by the Company in payment of the amount in respect of which the lien exists as is presently payable, and the balance (subject to any like lien for sums not presently payable that existed upon the share) shall be paid to the person entitled to the shares immediately before the forfeiture.

Provisions of these regulations as to forfeiture shall apply in the case of non-payment of a sum due by the terms of issue of a share, becomes payable at a fixed time whether on the nominal value of the shares or by way of premium, as if that sum had been payable and duly made and notified.

TRANSFER OF SHARES

Subject to these regulations, a member may transfer all or any of his shares by instrument in writing in a form prescribed for the purposes of section fifty-seven of the Act or in any other form that the directors approve.

(1) An instrument of transfer referred to in sub-regulation(1) shall be executed by or on behalf of both the transferor and the transferee.

The instrument of transfer shall be left for registration at the registered office of the Company, together with such fee (if any) not exceeding two monetary units as the directors may determine, accompanied by the certificate of the shares to which it relates and such other information as the directors properly require to show the right of the transferor to make the transfer, and upon the company shall, subject to the powers vested in the directors by these regulations, register the transferee as a shareholder.

17. The directors may decline to register a transfer of shares, not being fully paid shares, to a person of whom they do not approve and may also decline to register any transfer of shares on which the company has a lien.

18. The directors may refuse to register any transfer that is not accompanied by the appropriate share certificate, unless the Company has not yet issued the share certificate or is bound to issue a renewal or copy of the share certificate.

19. The registration of transfers may be suspended at such times and for such periods as the directors from time to time determine, provided that the periods do not exceed in the aggregate thirty days in any year.

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TRANSMISSION OF SHARES

33. In the case of the death of a member, the survivor where the deceased was a joint holder, and the legal personal representatives of the deceased where he was a sole holder, shall be the person recognised by the Company as having any title to his interest in the shares, but this person does not release the estate of a deceased joint holder from any liability in respect of a share that had been jointly held by him with other persons.

34. (1) Subject to any written law relating to bankruptcy, a person becoming entitled to a share in consequence of the death or bankruptcy of a member may, upon such information being produced as is properly required by the directors, elect either to be registered himself as holder of the share or to have some other person nominated by him registered as the transferee of the share.

35. If the person becoming entitled elects to be registered himself, he shall deliver or send to the Company a notice in writing signed by him stating that he so elects.

36. If he elects to have another person registered, he shall execute a transfer of the share to that other person.

37. All the limitations, restrictions and provisions of these regulations relating to the right to transfer, and registration of the transfer of shares are applicable to any such notice or transfer as if the death or bankruptcy of the member had not occurred and the notice or transfer were a transfer signed by that member.

38. (1) Where the registered holder of a share dies or becomes bankrupt, his personal representatives or the trustee of his estate, as the case may be, shall be, upon the production of such information as is properly required by the directors, entitled to the same dividends and other advantages, and to the same rights (whether in relation to meetings of the company, or to voting or otherwise), as the registered holder would have been entitled to if he had not died or become bankrupt.

39. Where two or more persons are jointly entitled to any share in consequence of the death of the registered holder, they shall, for the purposes of these regulations, be deemed to be joint holders of the shares.

CONVERSION OF SHARES INTO STOCK

40. The Company may, by resolution, convert all or any of its paid up shares into stock and reconvert any stock into paid up shares of any nominal value.

41. (1) Subject to sub-regulation(2), where shares have been converted into stock, the provisions of these rules relating to the transfer of shares apply, so far as they are capable of application, to the transfer of the stock or of any part of the stock.

(2) The directors may fix the minimum amount of stock transferable and restrict or forbid the transfer of fractions of that minimum, but the minimum shall not exceed the aggregate of the nominal values of the shares from which the stock arose.

42. (1) The holders of stock shall have, according to the amount of the stock held by them, the same rights, privileges and advantages as regards dividends, voting at meetings of the company and other matters as they would have if they held the shares from which the stock arose.

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percentage shall be conferred by any amount of stock that would not, if existing, confer that privilege or advantage.

Provisions of these regulations that are applicable to paid up shares shall apply to shares in those provisions to share and shareholder shall be read as including member and stockholder, respectively.

ARTICLE IV CAPITAL

The Company may by resolution:-

(1) increase its authorised share capital by the creation of new shares of such amount as is determined by the resolution;

(2) subdivide and divide all or any of its authorised share capital into shares of larger amount than existing shares;

(3) subdivide all or any of its shares into shares of smaller amount than is fixed by the authorised share capital, but so that in the subdivision the proportion between the amount paid (and any) unpaid on each such share of a smaller amount is the same as it was in the share from which the share of a smaller amount is derived; and

(4) cancel shares that, at the date of the passing of the resolution, have not been taken or subscribed for by any person or have been forfeited, and reduce its authorised share capital by the amount of the shares so cancelled.

Subject to any resolution to the contrary, all unissued shares shall, before issue, be offered to such persons as at the date of the offer are entitled to receive notices from the Company of a general meeting in proportion, as nearly as the circumstances allow, to the sum of the amounts of the shares already held by them.

The offer shall be made by notice specifying the number of shares offered and delimiting the period within which offer, if not accepted, will be deemed to be declined.

After the expiration of that period or on being notified by the person to whom the offer is made that he declines to accept the shares offered, the directors may issue those shares in such manner as they think most beneficial to the Company.

(2) Where, by reason of the proportion that shares proposed to be issued bear to shares already held, some of the first-mentioned shares cannot be offered in accordance with sub-section (1), the directors may issue the shares that cannot be so offered in such manner as they think most beneficial to the company.

(3) Subject to the Act, the Company may, by special resolution, reduce its share capital, any redemption reserve fund or any share premium account.

ARTICLE V GENERAL MEETINGS

(1) A director may, whenever he thinks fit, convene a general meeting.

(2) If no director is present within Zambia, any two members may convene a general meeting in the same manner, or as nearly as possible, as that in which such meetings may be convened by a director.

(3) A general meeting shall be held in Zambia unless all the members entitled to vote at that meeting agree in writing to a meeting at a place outside Zambia.

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Notice of a general meeting shall specify the place, the day and the hour of meeting provided by sub-regulation (2), shall state the general nature of the business to be transacted at the meeting.

It is necessary for a notice of an annual general meeting to state that the business to be transacted at the meeting includes the declaring of a dividend, the consideration of annual reports of the directors and auditors, the election of directors in the place of those retiring and the appointment and fixing of the remuneration of the auditors.

ADJOURNMENT AT GENERAL MEETINGS

Business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.

For the purpose of determining whether a quorum is present, a person attending as a proxy, or as a body corporate or association that is a member, shall be deemed to be a member.

If a quorum is not present within half an hour after the time appointed for the meeting:-

Where the meeting was convened upon the requisition of members-the meeting shall be adjourned to such day, and at such time and place, as the directors determine or, if no determination is made by the directors to the same day in the next week at the same time and place; and

If a quorum is not present at the adjourned meeting within half an hour after the time appointed for the meeting:-

Two members shall constitute a quorum; or
The meeting shall be dissolved, if two members are not present.

If the directors have elected one of their number as Chairman of their meeting he shall preside as Chairman at every general meeting.

(b) Where a general meeting is held and:-

A Chairman has not been elected as provided by sub-regulation(1); or

The Chairman is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act;

The members present shall elect one of their number to be Chairman of the meeting.

(1) The Chairman may with the consent of any meeting at which a quorum is present; and if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

(2) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.

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as provided by subregulation (2), it shall not be necessary to give any notice of an adjournment of the business to be transacted at an adjourned meeting.

At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands)

Chairman;

at least three members present in person or by proxy, representing not less than one-third of the total voting rights of all the members having the right to vote at the meeting; or a member or members holding shares in the Company conferring a right to vote at the meeting on which an aggregate sum has been paid up equal to not less than one-third of the sum paid up on all the shares conferring that right.

A demand for a poll may be withdrawn.

If a poll is duly demanded, it shall be taken in such manner and (subject to subregulation (2)) at once or after an interval or adjournment or otherwise as the Chairman directs. The result of the poll shall be the resolution of the meeting at which the poll was demanded.

A poll demanded on the election of a Chairman or on a question of adjournment shall be taken forthwith.

In the case of an equality of votes, whether on a show of hands or on poll, the Chairman shall have a casting vote. His deliberative vote (if any), shall have a casting vote.

Subject to any rights or restrictions for the time being attached to any class or classes of shares, at meetings of members or classes of members:

each:

(i) a registered member or registered members of that class;

(ii) a person on whom the ownership of a share of such a registered member has devolved by operation of law;

(iii) a proxy or attorney of a person referred to in paragraph (i) or (ii), if the person is not present at the meeting; shall be entitled to vote.

On a show of hands, each person present who is entitled to vote shall have one vote; and

On a poll, every person present who is entitled to vote shall have votes in accordance with section 147 of the Act.

In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy or by attorney, shall be accepted to the exclusion of the votes of the other joint holders and, for this purpose, seniority shall be determined by the order in which names stand in the register of members.

If a member is of unsound mind or is a person whose person or estate is liable to be dealt with in any way under the law relating to mental health, his committee or trustee or such other person as properly has the management of his estate may exercise any rights of the member in relation to a general meeting as if the committee, trustee or other person were the member.

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Member shall not be entitled to vote at a general meeting unless all calls and other monies payable by him in respect of shares in the Company have been paid.

An objection may be raised to the qualification of a voter only at the meeting or adjourned meeting at which the vote objected to is given or tendered.

Any objection shall be referred to the Chairman of the meeting whose decision shall be final.

A vote not disallowed pursuant to such an objection shall be valid for all purposes.

An instrument appointing a proxy shall be in writing under the hand of the appointer or of a person duly authorised in writing or, if the appointer is a body corporate, either under seal or under the hand of an Officer or attorney duly authorised.

An instrument appointing a proxy may, specify the manner in which the proxy is to vote in respect of a particular resolution, and where an instrument of proxy so provides the proxy shall not be valid to vote in the resolution except as specified in the instrument.

An instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.

A proxy need not be member of the Company.

An instrument appointing a proxy shall be in the following form or in as similar a form as the circumstances allow:-

.....
(Name of Company)

..... of

..... a member/members of the above named company, hereby appoint

..... or, in his

.....

..... of

..... as my/our

..... to vote for me/us on my/our behalf at the annual/extraordinary general meeting of the Company to be held on the day of 19.. and at any adjournment of that meeting:

In favour of/against resolution No

In favour of/against resolution No

In favour of/against resolution No

Unless otherwise instructed, the proxy will vote as he thinks fit

Signed.....

Date.....

* Strike out whichever is not applicable.

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instrument appointing a proxy shall not be treated as valid unless the instrument, and any power or authority (if any) under which the instrument is signed or a notarially attested power or authority, is or are deposited, not less than forty-eight hours before the meeting or adjourned meeting at which the person named in the instrument is to vote, or, in the case of a poll, not less than twenty-four hours before the meeting or adjourned meeting at which the person named in the instrument is to vote, or, in the case of a poll, not less than twenty-four hours before the taking of the poll, at the registered office of the Company or at such other place as is specified for that purpose in the notice convening the meeting.

Given in accordance with the terms of an instrument of proxy or of a power of attorney, notwithstanding the previous death or unsoundness of mind of the principal, or the instrument (or of the authority under which the instrument was executed) or the transfer of the share in respect of which the instrument or power is given, or the death, unsoundness of mind, revocation or transfer has been made, the company at the registered office before the commencement of the meeting or adjourned meeting at which the instrument is used or the power is exercised.

The company may by ordinary resolution fix a share qualification for Directors, but unless a share qualification is so fixed, there shall be no share qualification.

Notwithstanding the circumstances in which the office of a Director becomes vacant by virtue of the office of a Director shall become vacant if the Director makes any arrangement or agreement with his creditors generally.

Subsections (4), (5) and (6) of section 206 of the Act (rotation of directors) shall not apply to the company. At any time and from time to time the company may (without prejudice to the power of the directors under subsection (10) of section 206 of the Act) by ordinary resolution remove any director (but so that the maximum number of directors is not exceeded).

BORROWING POWERS

The Directors may exercise the powers of the Company to borrow money, to charge any property or business of the company or all, or any of its uncalled capital and to issue debentures secured by any other security for a debt, liability or obligation of the Company or of any other person.

PROCEEDINGS OF DIRECTORS

The provisions of subsection (8) of section two hundred and eighteen of the Act (providing that a director who is materially interested in a contract or arrangement to be considered at a meeting of the company or of the Directors should not be counted in the quorum or vote on the matter) shall be suspended or relaxed, whether generally or in respect of a particular transaction, by a resolution of the company.

(1) A director may, if the other directors approve, appoint a person as an alternate director in accordance with the Act.

(2) An alternate director shall be entitled to notice of meetings of the directors.

(3) An alternate director may, subject to the instrument of appointment, exercise any powers that the appointer may exercise.

(4) At a meeting of Directors, the quorum shall be two, or such larger number as is determined by resolution of the Company.

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In the event of a vacancy or vacancies in the office of a director or offices of directors, the directors may act but, if the number of remaining directors is not sufficient to constitute a meeting of directors, they may act only for the purpose of increasing the number of directors to a number sufficient to constitute such a quorum or of convening a general meeting of the company.

(7) The directors shall elect one of their number as Chairman of their meetings and may determine the period for which he shall hold office.

Where the meeting of directors is held and -

(a) a chairman has not been elected as provided by sub-regulation

and the chairman is not present within ten minutes after the time appointed for the holding of the meeting or is unwilling to act; the directors present shall elect one of their number to be a chairman of the meeting.

(8) The directors may delegate any of their powers to a committee or committees consisting of such of their numbers as they think fit.

A committee to which any powers have been so delegated shall exercise those powers delegated in accordance with any directions of the Directors and a power so exercised shall be deemed to have been exercised by the directors.

The members of such a committee may elect one of their number as chairman of their meetings.

Where such a meeting is held and -

(a) a Chairman has not been elected as provided by sub-regulation

and the Chairman is not present within ten minutes after the time appointed for the holding of the meeting or is unwilling to act; the members present may elect one of their number to be chairman of the meeting.

A committee may meet and adjourn as it thinks proper.

Questions arising at a meeting of a committee shall be determined by a majority of votes of the members present and voting.

In the case of an equality of votes, the Chairman, in addition to his deliberative vote (if he has a casting vote).

MANAGING DIRECTOR

(1) The directors may, upon such terms and conditions and with such restrictions as they think fit, appoint a managing director in accordance with the Act and confer upon him any of the powers exercisable by them.

(2) Any powers so conferred may be concurrent with, or be to the exclusion of the powers of the directors.

(3) The directors may at any time withdraw or vary any of the powers so conferred on a managing director.

ASSOCIATE DIRECTORS

(1) The directors may from time to time appoint any person to be an Associate director and may from time to time terminate any such appointment.

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Directors may from time to time determine the powers, duties and remuneration of any person so appointed.

A person so appointed shall not be required to hold any shares to qualify him for appointment, but, except by the invitation and with the consent of the directors, shall not have any right to attend or vote at any meeting of directors.

SECRETARY

The Secretary of the Company shall hold office on such terms and conditions, as to remuneration and otherwise, as the directors determine.

(5) The Directors shall provide for the safe custody of the seal.

The seal shall be used only by the authority of the directors, or of a committee of the directors authorised by the directors to authorise the use of the seal, and every document to which the seal is affixed shall be signed by a director and be counter signed by another director, a Secretary or a person appointed by the directors to countersign that document or a class of documents to which that document is included.

SECTION OF RECORDS

Subject to the Act, The Directors shall determine whether and to what extent, and at what times and places and under what conditions, the accounting records and other documents of the Company or any of them will be open to the inspection of members other than directors, and a member other than a director shall not have the right to inspect any document or the company's records unless provided by law or authorised by the directors or by a resolution of the Company.

DIVIDENDS AND RESERVES

(1) The company by resolution may declare a dividend if, and only if, the directors have recommended a dividend.

A dividend shall not exceed the amount recommended by the Directors.

The directors may authorise the payment by the company to the members of such interim dividends as appear to the directors to be justified by the profits of the Company.

Interests shall not be payable by the company in respect of any dividend.

A dividend shall not be paid except out of profits of the company.

(1) The directors may, before recommending any dividend, set aside out of the profits of the company such sums as they think proper as reserves, to be applied at the discretion of the directors, for any purpose for which the profits of the company may be properly applied.

(2) Pending any such application, the reserves may, at the discretion of the Directors, be used in the business of the company or be invested in such investments as the directors think fit.

(3) The directors may carry forward so much of the profits remaining as they consider ought not to be distributed as dividends without transferring those profits to a reserve.

(1) Subject to the rights of the persons (if any) entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect of which the dividend is paid.

- 14 -

Dividends shall be apportioned and paid proportionately to the amounts paid or credited as shares during any portion or portions of the period in respect of which the dividend is paid. If any share is issued on terms providing that it will rank for dividend as from a particular date, that share shall rank for dividend accordingly.

An amount paid or credited as paid on a share in advance of a call shall not be taken for the purpose of this regulation to be paid or credited as paid on the share.

The directors may deduct from any dividend payable to a member all sums of money (if any) lawfully payable by him to the company on account of calls otherwise in relation to shares of the company.

(1) If the Company declares a dividend it may by resolution direct the directors to pay the dividend wholly or partly by the distribution of specific assets, including paid up shares in, or shares of, any other corporation.

(2) Where a difficulty arises in regard to such a distribution, the directors may settle the matter as they consider expedient and in particular may issue fractional certificates and fix the value of the distribution of the specific assets or any part of those assets, and may determine that payment will be made to any member on the basis of the value so fixed in order to adjust the shares of all parties, and may vest any such specific assets in trustees as the directors consider appropriate.

(1) Any dividend interest or other money payable in cash in respect of shares may be paid by cheque sent through the post directed to-

(a) the registered address of the holder or, in the case of joint holders to the registered address of the joint holder named first in the register of members; or
(b) to such other address as the holder or joint holders in writing directs or direct.

Any one of two or more joint holders may give effectual receipts for dividends, interests or other money payable in respect of the shares held by them as joint holders.

CAPITALISATION OF PROFITS

(1) Subject to sub-regulation (2) the company may resolve-

(a) to capitalise any sum, being the whole or a part of the amount for the time being standing to the credit of any reserve account or the profit and loss account or otherwise available for distribution to members; and

(b) to apply the sum, in any of the ways mentioned in sub-regulation (3), for the benefit of members in the proportions to which those members would have been entitled in a distribution of the sum by way of dividend.

(2) The company shall not pass a resolution under sub-regulation (1) unless it has been recommended by the directors.

(3) The ways in which a sum, may be applied for the benefit of members under sub-regulation (1) shall be:

- (a) in paying up any amount unpaid on shares held by members;
- (b) in paying up in full unissued shares or debentures to be issued to members as fully paid; or
- (c) partly under paragraph (a) and partly under paragraph (b):

- 15 -

The directors shall do all things necessary to give effect to the resolution and in particular, to the extent necessary to adjust the rights of the members among themselves, may:-

issue fractional certificates or make cash payments in cases where shares or debentures are not issuable in fractions; and

authorise any person to make, on behalf of all the members entitled to any further shares or debentures upon the capitalisation, an agreement with the company providing for the issue to them of shares credited as fully paid up of any such further shares or debentures or for the paying up by the company on their behalf of the amounts or any part of the amounts remaining unpaid on their existing shares by the application of their respective proportions of the sum resolved to be realised;

any agreements made under an authority referred to in paragraph (b) shall be effective and binding on all the members concerned.

WINDING UP

(1) If the Company is wound up, the liquidator may, with the sanction of a special resolution, divide among the members in kind the whole or any part of the property of the company and may for that purpose set such value as he considers fair upon any property to be so divided and may determine how the division is to be carried out as between the members or different classes of members.

The liquidator may, with the sanction of a special resolution, vest the whole or any part of any such property in trustees upon such trust for the benefit of the contributories, as the liquidator thinks fit, but so that no member is compelled to accept any shares or other securities in respect of which there is any liability.

INDEMNITY

Every officer, auditor or agent of the company shall be indemnified out of the property of the Company against any liability incurred by him in his capacity as officer, auditor or agent in defending any proceedings, whether civil or criminal, in which judgement is given in his favour or in which he is acquitted or in connection with any application in relation to any such proceedings in which relief is under the Act granted to him by the Court.

ARBITRATION

Whenever any differences shall arise between the Company and the Directors on the one hand, and any of the members or representatives on the other hand, or between any members or classes of members, or between the Directors with regard to anything done, executed, omitted or suffered in pursuance of these presents or the Act, or with regard to any breach or alleged breach of these presents or any claim on account of any such breach or alleged breach, or otherwise relating to the premises, or to any of the affairs of the Company then such difference shall be referred to the decision of an arbitrator or to the decision of two arbitrators of whom one shall be appointed by each of the parties in difference, and any such reference shall be subject to all the provisions of the Arbitration Act and any statutory modification thereof for the time being in force.

- 16 -

AMENDMENT OF THE ARTICLES

The company shall have the power to amend, alter, change or modify any provisions of the articles and to do all such other things or take any necessary steps as may be considered to be incidental to the furtherance of these articles or in compliance with the provisions of the Act.

CAPACITY AND POWERS

The company shall have the capacity, rights, privileges and powers as laid down in section 22 of the Act and shall have the powers to carry on and to engage in any business activity without any restrictions whatsoever in Zambia and elsewhere.

CAPITAL

The Capital of the Company is K1,000,000,000 divided into 1,000,000,000 shares of K1.00 each with power to divide or subdivide the shares in the capital, whether original or increased, into several classes and to attach thereto respectively any preferential, deferred, qualified or special rights, privileges or conditions as regards dividends, capital, voting or otherwise.

Company Registration No.....11032.....

REPUBLIC OF ZAMBIA

**REPLACEMENT CERTIFICATE OF INCORPORATION
OF A PRIVATE COMPANY LIMITED BY SHARES***(Section 391)****This is to certify that***.....
FINSBURY INVESTMENTSlimited (company name)

on and from the.....2nd.....day ofJuly.....19 81.....

incorporated as a private company limited by shares.

Given under my hand and seal in Lusaka, Zambia, this

.....10th.....day ofFebruary.....19 98.....

A stylized signature of B.A. Katebe.

B.A. Katebe

Acting Assistant Registrar of Companies

Certificate No. 11032

REPUBLIC



OF ZAMBIA

Certificate of Incorporation

This is to certify that FIREBURY INVESTMENTS LIMITED

has this day been incorporated under the Republic of Zambia Companies Act, with limited liability and with a Nominal Capital of K 50,000 (FIFTY THOUSAND KESHA)

CERTIFIED A TRUE COPY OF THE
ORIGINAL DOCUMENT SHOWN TO ME
Office of the Registrar of Companies

M. P. ROBERTS
LL.M., FCCS.
COMMISSIONER FOR OATHS
ADVOCATE/ SOLICITOR

Lusaka, this 2nd day of July, 19 81

[Signature]
S. S. Zikonda,

Registrar of Companies



FINANCE BANK
(Registered Commercial Bank)

842645-018

P42

Name of Account FINSBURY INVESTMENTS LTD

Specimen Signatures - CLIENTS ACCOUNT -

Name JOAN CRAVEN
(BLOCK CAPITALS)

will sign

Joan Craven

Name DR R L MAITANI
(BLOCK CAPITALS)

will sign

R. L. Maitani

Name
(BLOCK CAPITALS)

will sign

VOID

Name
(BLOCK CAPITALS)

will sign

VOID



FINANCE BANK
(Registered Commercial Bank)

Account No. Over

842645-026

Name of Account FINSBURY INVESTMENTS LTD

Specimen Signatures

Name JOAN CRAVEN
(BLOCK CAPITALS)

will sign

Joan Craven

Name DR R L MAITANI
(BLOCK CAPITALS)

will sign

R. L. Maitani

Name
(BLOCK CAPITALS)

will sign

VOID

Name
(BLOCK CAPITALS)

will sign

VOID



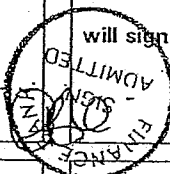
842645018

Name of Account FINSBURY INVESTMENTS LIMITED

Specimen Signatures

Name MRS JOAN CRAVEN
(BLOCK CAPITALS)
will sign
[Signature]

Name MRS JOAN CRAVEN
(BLOCK CAPITALS)
will sign
[Signature]



Name
(BLOCK CAPITALS)
will sign
[Signature]

Name
(BLOCK CAPITALS)
will sign
[Signature]

Account Number 0001426457000

Name of Account FINSBURY INVESTMENTS LTD - CLIENT S ACCOUNT

Specimen Signatures

<p>Name <u>DR R L MAHTANI</u> (BLOCK CAPITALS) will sign <u>[Signature]</u></p>	<p>Name (BLOCK CAPITALS) will sign <u>[Signature]</u></p>
<p>Name (BLOCK CAPITALS) will sign <u>[Signature]</u></p>	<p>Name (BLOCK CAPITALS) will sign <u>[Signature]</u></p>

Account Number	
0201725757000	
FINSBURY INVESTMENTS LIMITED - CLIENT'S ACCOUNT	
Name of Account	
Specimen Signatures	
<p>Name <u>DR R L MAHTANI</u> (BLOCK CAPITALS) will sign</p> <p><i>[Signature]</i></p>	<p>Name <u> </u> (BLOCK CAPITALS) will sign</p>
<p>Name <u> </u> (BLOCK CAPITALS) will sign</p>	<p>Name <u> </u> (BLOCK CAPITALS) will sign</p>

[Circular Stamp: FINANCE BANK SIGN ADMS]



FINANCE BANK
(Registered Commercial Bank)

Account No. 02
842645-018

Name of Account FINSBURY INVESTMENTS LTD

Specimen Signatures

- CLIENTS ACCOUNT

Name JOAN CRAVEN
(BLOCK CAPITALS)

will sign

Joan Craven

Name DR R L MAITANI
(BLOCK CAPITALS)

will sign

R. L. Maitani

Name VOID
(BLOCK CAPITALS)

will sign

VOID

Name VOID
(BLOCK CAPITALS)

will sign

VOID



FINANCE BANK
(Registered Commercial Bank)

Account No. 02

842645-026

Name of Account FINSBURY INVESTMENTS LTD

Specimen Signatures

Name JOAN CRAVEN
(BLOCK CAPITALS)

will sign

Joan Craven

Name DR R L MAITANI
(BLOCK CAPITALS)

will sign

R. L. Maitani

Name VOID
(BLOCK CAPITALS)

will sign

VOID

Name VOID
(BLOCK CAPITALS)

will sign

VOID

FINANCE BANK

(Registered Commercial Bank)

ACCOUNT OPENING FORM

BRANCH

CHANIK HOUSE

Please complete this form in CAPITAL letters

If you already have an Account with this Bank, please quote the Account Number: _____

Indicate type of Account required

- ☐ Current Account - Complete Part A
☐ Savings Account - Complete Part A

Indicate form of ownership

- ☐ Individual
☐ Joint - In addition complete Part E
☐ Proprietorship
☐ Partnership - In addition complete Part C
☐ Limited Company - In addition complete Part B
☐ Club, Society or Association - In addition complete Part D

file - 02
IF

PART A

Title of Account

/ Mrs./ Miss./ Ms.

2

FINSBURY INVESTMENTS LIMITED - CLIENTS ACCOUNT

Account Number 0001426457000

842645018

(Underline Surname)

Permanent Address

P O BOX 70238 NDOLA

Alternative Correspondence Address (If Required)

3	
4	
5	

2	3	
2	4	
2	5	
2	6	

Date

P/

Telephone:

1 2

Office

610273 - 6

Residence

1 3

Telex

34180 PSL ZA

Nationality

Nationality

Residential Status

Residential Status

National Registration Card No.

N/A

National Registration Card No.

N/A

Place of Issue

Place of Issue

Date of Issue

Date of Issue

Date of Birth

Date of Birth

Nature of Business/Profession

ACCOUNTANTS

MONTHLY

MONTHLY

Currency of Account

How Often is a Statement of Account Required?

Bank References: Name and Address of Present Bankers

Name and Address of Present Bankers

FINANCE BANK ZAMBIA LIMITED

Account Number

Account Number

Special Instructions for Operation of the Account (eg. Jointly, Either or Survivor etc.)

THE EXECUTIVE CHAIRMAN AS A SOLE SIGNATORY

Initial Deposit

K 200,000 =

☐ Cash☒ Cheque

I/We request you to open an Account as specified above. I/We agree to provide any documents required by you according to the type of Account requested. I/We agree to inform you of any changes in the information provided in this form or in related documents and to abide by the current rules for the conduct of such accounts.

Signature(s)

DR R L MAHTANI

X

X

Witnessed by:

MISS J NJOVIA

Introduced by:

MS M CHISHA

Account No. and Branch

Date:

01.02.04.

PART B

To be completed if applying for a
LIMITED COMPANY ACCOUNT

RESOLUTION OF BOARD OF DIRECTORS

We hereby certify that the following Resolution of the Board of Directors of FINSBURY INVESTMENTS LTD- CLIENTS ACCOUNT Limited was passed at a meeting of the Board held on the 1ST day of FEBRUARY 19 94 and has been duly recorded in the minute book of the said company, and that neither the said resolution nor any action taken or to be taken pursuant thereto are or will be in contravention of any provision of the Company's Memorandum and Articles of Association.

RESOLVED

That an account for

FINSBURY INVESTMENTS LIMITED - CLIENTS ACCOUNT

(Insert full name of company) Limited

be opened with the Finance Bank Zambia Limited (FB) at their

LUSAKA CHANIK HOUSE

and that FB be and is hereby empowered to honour cheques, bills of exchange, and promissory notes, drawn, signed, accepted made on behalf of the company by

THE EXECUTIVE CHAIRMAN AS A SOLE SIGNATORY

(Insert 'any two of the Directors and countersigned by the Secretary for the time being' or otherwise as required)

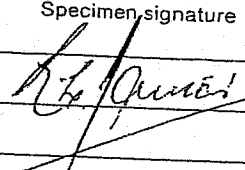
and to act on any instructions given by the persons so authorised with regard to any accounts whether in credit or overdrawn or any transactions of the company.

The LFB be furnished with:

- (a) An up-to-date copy of the Company's Memorandum and Articles of Association
- (b) The Company's Certificate of Incorporation
- (c) The Company's Certificate to Commence Business (Public company only)

That the Company give FB a list of the names of the Directors, Secretary and other officers of the Company and advise FB in writing of any changes that may take place and FB shall be entitled to act upon the information so given.

That these resolutions be communicated to FB and shall constitute the Company's Mandate to FB to remain in force until revoked by notice in writing to FB signed by the Chairman or any Director or the Secretary acting or purporting to act on behalf of the Company and for this purpose any instruction varying or purporting to vary the Mandate contained in these Resolutions shall be deemed a revocation.

Directors and persons authorised to sign Name in full (in BLOCK CAPITALS)	Official position	Specimen signature
DR R L MAHTANI	EXECUTIVE CHAIRMAN	

Signatures:-

Name DR R L MAHTANI Chairman(In Capital Letters)
Date 01 FEBRUARY 1994Name PROFESSIONAL SERVICES LIMITED Secretary(In Capital Letters)
Date 01 FEBRUARY 1994

PROFESSIONAL SERVICES LIMITED
P.O. Box 70232, NDOLA - Zambia
COMPANY SECRETARIES

PART E

JOINT MANDATE

In connection with this account we request you to honour cheques or orders (including cheques or orders in favour of any or either of us) thereon signed as per the instructions in Part A; and in consideration of any overdraft or debt due to you which you may permit on this account or on any other account in our names, we agree to be jointly and severally liable. On the death of any one of us the signature of the survivor or survivors may be accepted as a sufficient discharge for any credit balance on this account or any part of such balance.

Signatures _____

Date _____

FOR BANK USE ONLY:

Cheque Book: Ordered By THE CHAEMON Date 4.2.94
Received By [Signature] Date 4.2.94
Issued By [Signature] Date 4/2/94

Documentation: PARTNERSHIP - Registration of Business Names Certificate *Not Required _____ Seen _____
Requested (Enter Cert. No.)
- Partnership Mandate Received _____
LIMITED COMPANY - Certificate of Incorporation Requested _____ Seen _____
(Enter Cert. No.)
- Memorandum & Articles of Association Requested _____ Received _____
- List of Directors Requested _____ Received _____
(If Public) - Certificate to Commence Business *Not Required _____ Seen _____
Requested
- Resolution of Board of Directors Received _____

References: Obtained By _____ Date _____

Comment _____

Account Opened By [Signature] Date 4.2.94Approved By [Signature] Date 4.2.94

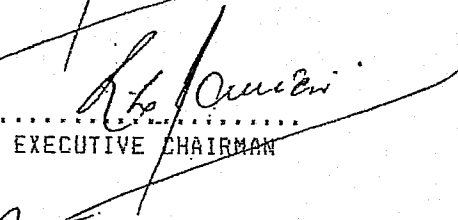
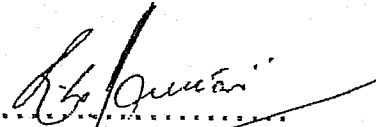
*Delete as appropriate

FINSBURY INVESTMENTS LIMITED
P O BOX 70238
NDOLA

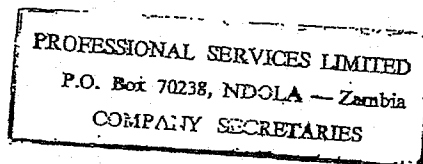
DIRECTORS' RESOLUTION IN WRITING DATED FEBRUARY 1 1994

At the Board of Directors' meeting of the above mentioned firm held at the registered office, IT WAS RESOLVED that A CLIENTS' CURRENT ACCOUNT be established at FINANCE BANK ZAMBIA LIMITED, CHANIK HOUSE LUSAKA BRANCH and IT WAS AUTHORISED that DR R L MAHTANI would sign as A SOLE SIGNATORY on the account. His signature will appear as thus:-

DR R L MAHTANI EXECUTIVE CHAIRMAN



EXECUTIVE CHAIRMAN



PROFESSIONAL SERVICES LIMITED
COMPANY SECRETARIES TO FINSBURY
INVESTMENTS LIMITED

CERTIFIED TRUE EXTRACT

30

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

1. (Name) .. DALMAR LIMITED
(Signed)
(Address) ... P.O. BOX 70238, NDOLA
(Description) ... LIMITED COMPANY

Witness:

(Name) MESS HEENA B. DESAI
(Address) P.O. BOX 70238, NDOLA
(Description) SECRETARY

2. (Name) ... MR. R. L. MAHTANI
(Signed)
(Address) P.O. BOX 70238, NDOLA
(Description) DIRECTOR

Witness:

(Name) MRS. PAMELA NGOMA
(Address) P.O. BOX 70238, NDOLA
(Description) SECRETARY

FORM MB02

FINANCE BANK  ZAMBIA LIMITED

CUSTOMER ACCOUNT OPENING FORM (FILE 02)

ACCOUNT NUMBER

	8	4	2	6	4	5	0	2	6
--	---	---	---	---	---	---	---	---	---

CURRENCY

0	0	1
---	---	---

ACCOUNT DESCRIPTION

1	m	p	e	r	s	o	n	a	l	u	s	a	a	c	c	o	u	n	t	2	8	0	7	9	9
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

DATE OPENED

CYCLE

7

DAY

3	1
---	---

TYPE

1

GL/SL CATEGORY NUMBER

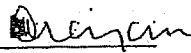
2	3	0	0	4
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CREDIT LINE NO.

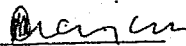
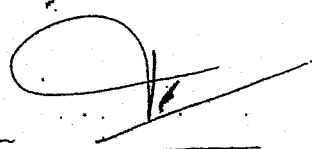
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ACCOUNT SUBLIMIT

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Prepared by

Checked by


Input by
Authorized by



INTERNATIONAL BANKING DEPARTMENT
INTERNAL MEMORANDUM

TO : THE DIRECTOR - CREDIT & INTERNATIONAL BANKING

FROM : MANAGER - FOREIGN DEPARTMENT

DATE : 28TH JULY 1999

SUBJECT : PURCHASE OF USD 299,980.00 - FINSBURY INVESTMENTS LTD - A/C 842645018

As per your telephone instruction to ourselves of 22nd July, 1999, we advise that we have credited the account of Finsbury Investments Limited - 842645 - 018 with K749,950,000.00 being cover for USD 299,980.00 at 2500 for value date 23.07.99.
we have also blocked the amount -

Regards.

MANAGER - FOREIGN

cc Manager - Advances

Blocked on
5/8/99

① Ray can

Mr. Khan

Kindly reverse
the above entry
and hold funds in
US dollars on
account of Fundbury
Investments Ltd
You may open a new
US \$ account on a
temporary basis.
S. S. S. S. S.



30/01/06
FINANCE BANK ZAMBIA LIMITED
 (Registered Commercial Bank)

11-00-01

LUSAKA CORPORATE

Please supply 1 book(s) containing 50 leases

with counterfoil.

I wish to* collect my book(s) from the above Branch / have my book(s) sent to the address below
 000201

Address FINSBURY INVESTMENTS LTD - CLIENTS

For Bank Use Only

No.

A/unt No.

Signature *Shawen*

*Delete as required

1 1000 1:00 1084 264 50 18 11

FINANCE BANK ZAMBIA LIMITED**CUSTOMER ACCOUNT OPENING FORM (02)****CURRENCY****ACCOUNT NUMBER**

8	8	4	2	6	4	5	0	3	3	0	0	0
---	---	---	---	---	---	---	---	---	---	---	---	---

ACCOUNT DESCRIPTION

30	DAY	TERM	DEPOSIT		
----	-----	------	---------	--	--

DATE OPENED

3	4	06		
---	---	----	--	--

CYCLE

7	1
---	---

DAY

3	1
---	---

TYPE

—

GL/SL CATEGORY NUMBER

23034

CREDIT LINE NO.

—	—	—	—
---	---	---	---

ACCOUNT SUB-LIMIT

—

PREPARED BY**CHECKED BY****INPUT BY****AUTHORISED**

02/11 2008 11:13 TEL +

#00000000000000

01

Revised to 204808

As discussed
please give to
Timothy.

FINSBURY INVESTMENTS LIMITED

P O Box 70288
Tel: 510279/4/5/6
Fax: 515245
Lusaka, Zambia

ZAVARE

Open
ACCOUNT
P/se

2nd November 2006

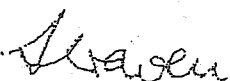
The Manager
Finance Bank Zambia Limited
Lusaka Corporate Branch
P O Box 37102
LUSAKA

FINSBURY INVESTMENTS LIMITED - CLIENT ACCOUNT ACCOUNT NO. 0010842645 - 013

Please take this letter as our firm instruction to transfer the sum of K2 billion (Two billion kwacha) to a thirty day fixed deposit account at your best rate of interest.

Kindly send the relevant documentation for the writers attention.

Yours faithfully
FINSBURY INVESTMENTS LIMITED


J Crayen (Mrs)
GROUP EXECUTIVE DIRECTOR



File
P/se admin note
to be applied

13/11/06

FINANCE BANK ZAMBIA LIMITED**CUSTOMER ACCOUNT OPENING FORM (02)****ACCOUNT NUMBER**

3	8	4	2	6	4	5	0	0	9	0	0	0
---	---	---	---	---	---	---	---	---	---	---	---	---

CURRENCY

FINEBURY INVESTMENT - CLIENTS

ACCOUNT DESCRIPTION

90 DAYS FIXED DEPOSIT A/C

DATE OPENED

30/11/11

CYCLE

0	1
---	---

DAY

1	2
---	---

TYPE

1

GL/SL CATEGORY NUMBER

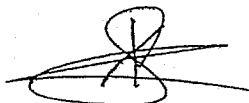
2	3	0	4	2
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CREDIT LINE NO.

1	2	3	4	5
---	---	---	---	---

ACCOUNT SUB-LIMIT

--

.....
PREPARED BY.....
CHECKED BY.....
INPUT BY.....
AUTHORISED BY

FINANCE BANK ZAMBIA LIMITED**CUSTOMER ACCOUNT OPENING FORM (02)****ACCOUNT NUMBER****CURRENCY**

3	8	4	2	6	4	5	0	0	9	0	0	0
---	---	---	---	---	---	---	---	---	---	---	---	---

FIREBURY INVESTMENT - CHEQUES

ACCOUNT DESCRIPTION

10 DATES FIXED DEPOSIT A/C

DATE OPENED

30/4/12

CYCLE

0	1
---	---

DAY

+	+
---	---

TYPE

←

GL/SL CATEGORY NUMBER

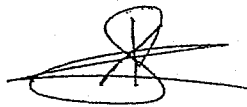
2	3	0	4	2
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CREDIT LINE NO.

--	--	--	--	--

ACCOUNT SUB-LIMIT

--

.....
PREPARED BY.....
CHECKED BY.....
INPUT BY.....
AUTHORISED BY

FINANCE BANK ZAMBIA LIMITED**CUSTOMER ACCOUNT OPENING FORM (02)****ACCOUNT NUMBER**

3	8	4	2	6	4	5	0	2	5	0	0	0
---	---	---	---	---	---	---	---	---	---	---	---	---

CURRENCY

FINSBURY INVESTMENT - CLIENTS

ACCOUNT DESCRIPTION

60 DAYS FIXED DEPOSIT A/C

DATE OPENED

30/11/05

CYCLE

6

DAY

1

TYPE

1

GL/SL CATEGORY NUMBER

23047

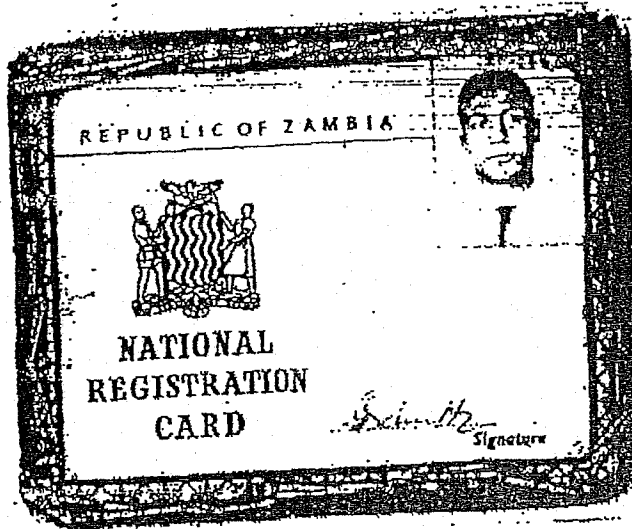
CREDIT LINE NO.

1

ACCOUNT SUB-LIMIT

1

.....
PREPARED BY.....
CHECKED BY.....
INPUT BY.....
AUTHORISED BY



CERTIFIED AS A TRUE COPY OF THE
ORIGINAL DOCUMENT SHOWN TO ME
ALFRED ROBERTS
LL.B., LL.M., P.C.S.
COMMISSIONER FOR OATHS
ADVOCATE/ SOLICITOR

Given and Subscribed in my presence
and in the presence of the undersigned
witnesses at the office of the
Commissioner for Oaths
Advocate/Solicitor
[Signature]

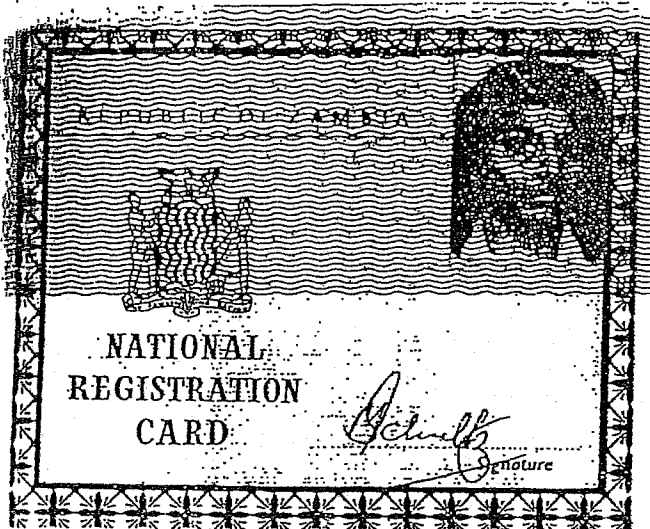
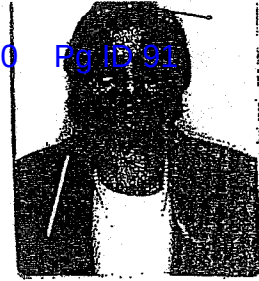
No. 174458 /11/1

Name SCHULTZ
GABRIEL

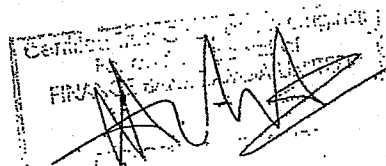
Sex M. Date of Birth 29.3.44

Place of Birth T. KITWE
D. KITWE ZAMBIA

Date of Registration 7.8.65.



No. 181905/61/1	
Name...	SCHULTZ
MADHURI	LEKHPAJ
Sex... F.	Date of Birth... 30. 7. 45
Place of Birth... T. MDOLA	
	D. MDOLA
Date of Registration...	12. 11. 78



HAFU

REPUBLIC OF CAMBODIA
Ministry of the Interior
National Registration Card

Name of Birth: T. NDOLA
Name of Registration: D. NDOLA
Date of Registration: 16. 12. 65.

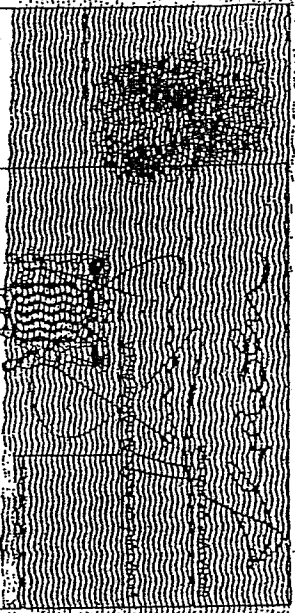
REPUBLIC OF CAMBODIA
Ministry of the Interior
National Registration Card

Signature: *[Signature]*



Certified True Copy of Original
Provided by
PHEALTH BANK LIMITED

[Signature]

REGISTRATION NUMBER NO. 917989/61/2		REPUBLIC OF ZAMBIA	
		CARD NO. C 048659	
		REPUBLIC OF ZAMBIA COMMONWEALTH REGISTRATION CARD	
FULL NAME JOAN CRAVEN		SEX FEMALE	
DATE OF BIRTH 11.11.36	PLACE OF BIRTH T. BRADFORD	VILLAGE	
CHIEF T. BRADFORD		DISTRICT ENGLAND	
SPECIAL MARKS NIL		REGISTRATION DATE 13.11.69	
IF THIS CARD IS FOUND, PLEASE RETURN TO NEAREST REGISTRATION OFFICE OR POLICE STATION.			

MICHAEL MUSONDA MUNDI
LLB (ZAMBIA)
ADVOCATE
SOLICITOR GENERAL FOR OATHS
PO. BOX 34972 LUSAKA, ZAMBIA

[Handwritten signature]

CERTIFIED AS TRUE COPY
OF THE ORIGINAL.

[Handwritten signature]

FINSBURY INVESTMENTS LIMITED

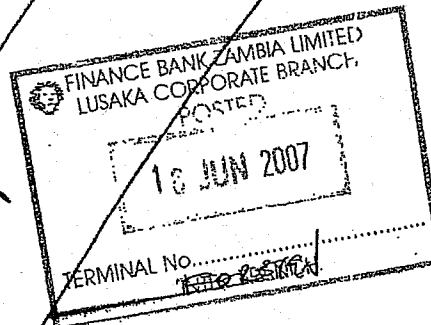
P O Box 70238,
Ndola/Zambia
Tel: 610273/4/5
Fax: 615245

18th June, 2007

The Manager,
Lusaka Corporate,
Finance Bank Zambia Limited,
P O Box 37102,
LUSAKA

Dear Sir,

RE: DOLLAR ACCOUNT NO. 842645-026



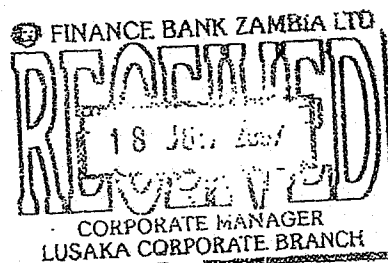
Please accept this letter as our firm instructions to effect the following telegraphic transfer in respect of a dividend payment:-

BANK NAME	:	BARCLAYS BANK PLC 75 WALL STREET NEW YORK - FW 0260 02574
SWIFT CODE	:	BARCUS33
FOR ACCOUNT OF	:	BARCLAYS BANK (SUISSE) SA A/C No. 50031481
FOR FURTHER CREDIT TO	:	BENCHMARK SECURITIES LIMITED A/C 63190600
AMOUNT	:	US\$ 1,300,000.00 (U.S. DOLLARS ONE MILLION THREE HUNDRED THOUSAND)

Please debit our above-named account with your respective charges and provide us with a copy of your transmission upon compliance.

Yours truly,
For FINSBURY INVESTMENTS LIMITED,

[Signature]
Dr. R.L. Mahtani
AUTHORISED SIGNATORY



001047097690007

23rd December, 2005

The Manager,
Lusaka Corporate,
Finance Bank Zambia Limited,
P O Box 37102,
LUSAKA

**P O Box 70238,
Tel:610273/4/5
Fax: 615245
Ndola, Zambia**

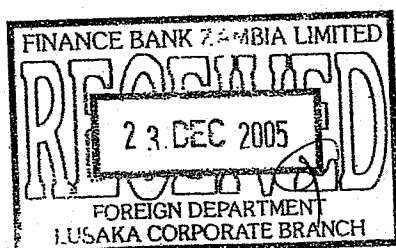
Dear Sir,

FINSBURY INVESTMENTS LIMITED - US\$ ACCOUNT NO. 842645-026

Please accept this letter as our firm instruction to make the following transfers against dividend payments, and debit our above Account with your costs:-

- | | | | |
|----|-----------------------|---|--|
| 1. | BANK NAME | : | HONG KONG AND SHANGHAI
BANKING CORPORATION |
| | BRANCH | : | MERKEZ KURUMSAL, TURKEY |
| | SWIFT CODE | : | HSBC TRIX 956 |
| | BENEFICIARY | : | TEKFEN INSAAT VE TESISAT A.S |
| | ACCOUNT NO. | : | 888 – 1000058 – 773 – 01 |
| | AMOUNT | : | US \$ 244,500.00 (UNITED STATES
DOLLARS TWO HUNDRED FORTY-
FOUR THOUSAND FIVE HUNDRED) |
| 2. | BANK NAME | : | KOC BANK |
| | BRANCH | : | NISANTASI – TURKEY |
| | SWIFT CODE | : | KABATRIS |
| | BENEFICIARY | : | MELIKE BATTAL |
| | ACCOUNT NO. | : | 29741378 |
| | AMOUNT | : | US\$ 90,000.00 (UNITED STATES
DOLLARS NINETY THOUSAND) |
| 3. | BANK NAME | : | JP MORGAN CHASE BANK NEW YORK |
| | SWIFT CODE | : | CHASU33 |
| | ABA - | : | 021 000 021 |
| | ACCOUNT | : | COUTTS BANK SWITZERLAND |
| | FOR FURTHER CREDIT TO | : | ACCOUNT Z014063 "CHRISTIAN" |
| | AMOUNT | : | US\$ 1,750,000.00 (UNITED STATES
DOLLARS ONE MILLION SEVEN
HUNDRED AND FIFTY THOUSAND) |

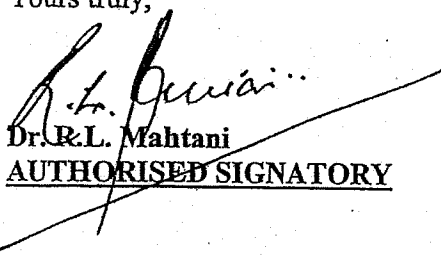
.....2



-2-

4. BANK NAME : SOCIETE GENERALE NEW YORK
BENEFICIARY : INTERAFRICA GRAINS LIMITED ✓
ACCOUNT NO. : 189286
AMOUNT : US\$ 200,000.00 (UNITED STATES
DOLLARS TWO HUNDRED
THOUSAND)

Yours truly,


Dr. R.L. Mahtani

AUTHORISED SIGNATORY

FINSBURY INVESTMENTS LIMITED25th July, 2006

The Manager,
Lusaka Corporate,
Finance Bank Zambia Limited,
P O Box 37102,
LUSAKA



P O Box 70238,
Tel: 610273/4/5
Fax: 615245
Ndola, Zambia

Dear Sir,

RE: DOLLAR ACCOUNT NO. 842645-026

Please accept this letter as our firm instructions to effect the following telegraphic transfers:

1. BANK NAME : BARCLAYS BANK PLC
75 WALL STREET
NEW YORK - FW 0260 02574 ✓
SWIFT CODE : BARCUS33
FOR ACCOUNT OF : BARCLAYS BANK (SUISSE) SA
A/C No. 50031481
FOR FURTHER CREDIT TO : BENCHMARK SECURITIES LIMITED
A/C 63190600
AMOUNT : US\$ 1,000,000.00 (U.S. DOLLARS
ONE MILLION)
2. BANK NAME : JP MORGAN CHASE BANK NEW YORK.
SWIFT CODE : CHASU33
ABA - : 021 000 021
ACCOUNT : COUTTS BANK SWITZERLAND
FOR FURTHER CREDIT TO - ACCOUNT Z014063 "CHRISTIAN"
AMOUNT : US\$ 600,000.00 (U.S. DOLLARS SIX
HUNDRED THOUSAND)

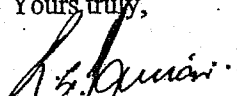
Brought in by [Signature]
25/7/06
15:40 H2P
[Signature]

[Signature]
.....2

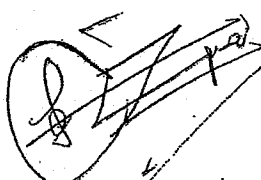
-2-

The nature of these payments covers ^{for} dividends. You are authorized to debit our above account with your respective charges.

Yours truly,


Dr. R.L. Mahtani

AUTHORISED SIGNATORY





17

Finsbury Investments Limited

5th Floor Finance House
Horace Place, China Road
P O Box 34376
Lusaka

Tel no: +260 211 238111
Fax no: +260 211 224256
Email: dr_mahtani@hotmail.com

17th November, 2009

The Manager,
Lusaka Corporate,
Finance Bank Zambia Limited,
P O Box 37102,
LUSAKA

Dear Sir,

RE: DOLLAR ACCOUNT NO. 842645-026

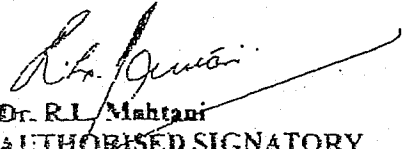
Please accept this letter as our firm instructions to transfer the sum of US\$ 20,000.00 U.S. Dollars Twenty thousand only) to the following co-ordinates, in respect of the dividend.

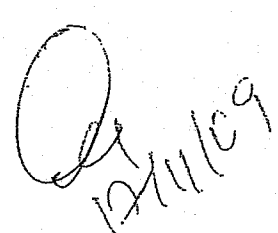
BANK INFORMATION: Comerica Bank
31425 Five Mile Road
Livonia, Michigan 48154
(011) 734.525.2711
Manager: Mr. Michael Cheatham
S.W.I.F.T. # MNBDUS33

ACCOUNT HOLDER INFORMATION
Erika I. Droste
Account# 682-080-1733
17002 Farmington Road
Livonia, Michigan 48154

Please debit our above account with your respective charges and provide us with the transmission copy upon compliance.

Yours truly,
For FINSBURY INVESTMENTS LIMITED,


Dr. R.L. Mahtani
AUTHORISED SIGNATORY



FINSBURY INVESTMENTS LIMITED

P O Box 70238,
Tel:610273/4/5
Fax: 615245
Ndola, Zambia

13th March, 2009

The Manager,
Lusaka Corporate,
Finance Bank Zambia Limited,
P O Box 37102,
LUSAKA

Dear Sir,

RE: DOLLAR ACCOUNT NO. 842645-026

Please accept this letter as our firm instructions to transfer the sum of U.S.\$20,000.00 (U.S. Dollars Twenty Thousand only) in respect of the dividend, to the co-ordinates below.

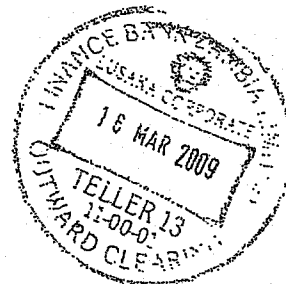
Societe Generale
1221 Avenue of the Americas
New York NY 10020
USA
Swift Code : SOGEUS33
ABA Routing : 026004226
Account : SG Hambros Bank Limited
Account No. : 190063
In favour of : Maheep Singh
Account No. : 0204048/006/000/840
IBAN : GB12 HAMB 4048 5820 4048 01

Please debit our above account with your respective charges and provide us with the transmission copy upon compliance.

Yours truly,
For FINSBURY INVESTMENTS LIMITED,

Dr. R.L. Mahtani
Dr. R.L. Mahtani

AUTHORISED SIGNATORY



OLA
67

131309 - 17:48